

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Honora Industries, Inc.		08/05/2013	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Richline Group, Inc.
Street Address:	1385 Broadway
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	3341935	
Registration Number:	3586966	FRESH CULTURED PEARLS BY HONORA
Registration Number:	3860377	FRESH WATER CULTURED PEARLS BY HONORA
Registration Number:	4273225	FRESH WATER CULTURED PEARLS FOR GIRLS BY
Registration Number:	2926263	H
Registration Number:	4180075	HAPPYBACKS
Registration Number:	3078972	HONORA
Registration Number:	4167437	HONORA
Registration Number:	4167442	HONORA
Registration Number:	2581135	HONORA F W C P
Registration Number:	2686274	MANDARIN
Registration Number:	3371064	PEARLINKS

CORRESPONDENCE DATA

OP \$315.00 3341935

Fax Number: 2089883912
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 7278651865
Email: velliott@tampabay.rr.com
Correspondent Name: Victoria Elliot
Address Line 1: 132 Sands Point Drive
Address Line 4: Tierra Verde, FLORIDA 33715

NAME OF SUBMITTER:	Victoria Elliot
Signature:	/Victoria Elliot/
Date:	09/20/2013

Total Attachments: 7
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ASSIGNMENT OF TRADEMARKS AND PATENTS

THIS ASSIGNMENT OF TRADEMARKS AND PATENTS is made this 5th day of August 2013 by HONORA INDUSTRIES, INC., a New York corporation with its principal place of business at 18 East 48th Street, New York, New York 10017 ("Assignor"), in favor of RICHLINE GROUP, INC., a Delaware corporation with its principal place of business at 1385 Broadway, New York, New York 10018 ("Assignee").

WHEREAS, Assignor has adopted, used and is using all of the trademarks and service marks as applied for and/or registered with the United States Patent and Trademark Office as listed on Exhibit A annexed hereto and all common law rights associated therewith (the "Marks");

WHEREAS, Assignor owns the patents as applied for and/or registered with the United States Patent and Trademark Office as listed on Exhibit A annexed hereto (the "Patents"); and

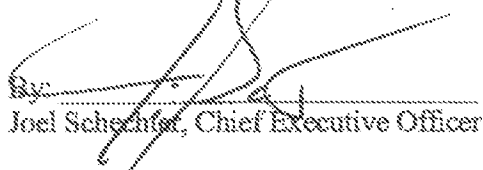
WHEREAS, Assignor desires to assign all the right, title and interest of Assignor in and to the Marks and the Patents together with the goodwill of the business symbolized by the Marks and the Patents to Assignee, and Assignee desires to accept such assignment in accordance herewith;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and set unto Assignee all right, title and interest of Assignor in and to the Marks and the Patents, together with the good will of the business symbolized by the Marks and the Patents, including but not limited to any registrations and applications therefor, any renewals and extensions of the registrations, and all other corresponding rights that are or may be secured under the laws of the United States or any foreign country, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made, as well as all rights to sue and recover damages for past, present or future infringements or misappropriations thereof.

Assignor and its successors and assigns shall execute and deliver to Assignee any reasonably necessary further documents and instruments and shall take any reasonable further actions which may be necessary to effect the foregoing assignment or the recordation or perfection thereof at Assignee's expense. This Assignment may be executed in counterparts, each of which shall be deemed to be an original but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives effective on the date first above written.

HONORA INDUSTRIES, INC.

By: 
Joel Schenker, Chief Executive Officer

RICHLINE GROUP, INC.

By: _____
Dennis Ulrich, Chief Executive Officer

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives effective on the date first above written.

HONORA INDUSTRIES, INC.

By: _____
Joel Schechter, Chief Executive Officer

RICHLINE GROUP, INC.


By:  _____
Dennis Ulrich, Chief Executive Officer

EXHIBIT A

HONORA INDUSTRIES, INC. - TRADEMARKS

Client: Honora Industries, Inc.

Reg. No.	Mark	Class	Class Description	Reg. Owner	App. # Filing Dt.	Reg. Dt.	Renewal Dt.	Agent	Status
10851 United States	WOMEN OF PEARL SWIRL	35	Retail store services in the field of jewelry, watches, belts, sunglasses and handbags; retail store services available through interactive television featuring jewelry, watches, belts, sunglasses and handbags	Honora Industries, Inc.	73852825 8/7/2006	10/11/2007	11/29/2017		
13377 United States	FRESH CULTURED PEARLS BY HONORA	14	Cultured pearl jewelry	Honora Industries, Inc.	775-1830 8/7/2008	3/16/2009	3/16/2019		
14387 United States	FRESH WATER CULTURED PEARLS BY HONORA	14	Cultured pearl jewelry	Honora Industries, Inc.	71950271 3/6/2010	3/6/2010	10/11/2020		
15982 United States	FRESH WATER CULTURED PEARLS FOR GIRLS BY HONORA	14	Cultured pearl jewelry	Honora Industries, Inc.	85467182 1/9/2011	4/27/2013 1/9/2013	1/9/2023		
9028 United States	R (S) (VALUED)	14	Jewelry and watches	Honora Industries, Inc.	76371601 1/23/2004	2/25/2005 2/14/2005	2/14/2015		
15285 United States	GLAPPYBACKS	14	Jewelry components, namely, clasps for earrings	Honora Industries, Inc.	85144374 10/9/2010	4/30/2012 7/24/2012	7/24/2022		

Client: Honora Industries, Inc.

ID	Country	Mark	Class(es)	Goods Description	Reg. Owner	App. # Filing Dt.	Reg. # Reg. Dt.	Renewal Dt.	Agent	Status
15227	United States	HONORA	14	Jewelry and watches	Honora Industries, Inc.	78351235 1/22/2004	3978972 4/11/2006	4/11/2016		
15224	United States	HONORA	35	Retail store services in the field of jewelry, watches, belts, sunglasses and handbags; retail store services available through interactive television featuring jewelry, watches, belts, sunglasses and handbags; online retail store services in the field of jewelry, watches, belts, sunglasses and handbags	Honora Industries, Inc.	83462419 11/22/2011	4167437 7/12/2012	7/12/2022		
15225	United States	HONORA (expired logo)	14, 35	IC 14: Jewelry and watches IC 35: Retail store services in the field of jewelry, watches, belts, sunglasses and handbags; retail store services available through interactive television featuring jewelry, watches, belts, sunglasses and handbags; online retail store services in the field of jewelry, watches, belts, sunglasses and handbags	Honora Industries, Inc.	83462470 11/22/2011	4167442 7/12/2012	7/12/2022		
8583	United States	HONORAFWCF	14	Cultural pearl jewelry	Honora Industries, Inc.	76104943 8/8/2000	2581133 6/18/2002	6/18/2012		
8582	United States	MANDAKIN	14	Iron-ore, namely: beads	Honora Industries, Inc.	76404507 4/25/2002	2680274 2/11/2003	2/11/2023		

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Client: *Homena Industries, Inc.*

ID:	Mark:	Class(es):	Class Description:	Reg. Owner:	App. #:	Reg. #:	Renewal	Agent:	Status:
Country:					Filing Dt:	Reg. Dt:	Dt:		
US098	PEARL LINKS	14	Jewelry	Homena Industries, Inc.	78721255	3371864	11/5/2013		
US098	PEARL LINKS	14	Jewelry	Homena Industries, Inc.	78721255	3371864	11/5/2013		
US194	MONSIEUR	14	Jewelry	Homena Industries, Inc.	2010-16326	8712295	11/10/2010	LABS ELIAS & ASOCIADOS	
US194	MONSIEUR	14	Jewelry	Homena Industries, Inc.	9282010	11182011	11/10/2010	LABS ELIAS & ASOCIADOS	